

US EPA RECORDS CENTER REGION 5



469110

1991 01-07 14 03 00

CHAPTER 11 \$500.00 PAID

E.S.  
01/07/91  
signed

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION

In re

EAGLE-PICHER INDUSTRIES, INC.,  
an Ohio corporation,

Debtor.

**1-91-00100**

) Case No. 1-91-

) Chapter 11 - Judge

) Tax I.D. No. 31-0268670

**P**

VOLUNTARY PETITION FOR RELIEF UNDER  
CHAPTER 11, TITLE 11, UNITED STATES CODE

TO THE HONORABLE JUDGES OF THE  
UNITED STATES BANKRUPTCY COURT:

Eagle-Picher Industries, Inc., an Ohio corporation, as  
debtor and petitioner, respectfully represents:

1. Petitioner's mailing address, including county, is  
580 Walnut Street, Post Office Box 779, Cincinnati, Hamilton  
County, Ohio 45201.

2. Petitioner has had its principal place of business  
within this district for the preceding 180 days.

3. Petitioner is qualified to file this petition and  
is entitled to the benefits of title 11 of the United States Code  
as a voluntary debtor.

4. Petitioner intends to file a plan of reorganization  
pursuant to chapter 11 of title 11 of the United States Code.

5. A summary of petitioner's assets and liabilities is  
annexed hereto as Exhibit "A".

6. A resolution of petitioner's Board of Directors authorizing the filing of this petition is annexed hereto as Exhibit "B".

WHEREFORE petitioner prays for relief in accordance with the provisions of chapter 11 of title 11 of the United States Code.

Dated: Cincinnati, Ohio  
January 7, 1991

EAGLE-PICHER INDUSTRIES, INC.

By: Thomas E. Petry  
Thomas E. Petry  
Chairman and Chief  
Executive Officer

WEIL, GOTSHAL & MANGES  
Co-Attorneys for Petitioner  
767 Fifth Avenue  
New York, New York 10153  
(212) 310-8000

- and -

FROST & JACOBS  
Co-Attorneys for Petitioner  
2500 Central Trust Center  
201 East Fifth Street  
Cincinnati, Ohio 45202-4182  
(513) 651-6800

By: Stephen Karotkin  
Stephen Karotkin  
A Member of the Firm of  
Weil, Gotshal & Manges

DECLARATION

I, Thomas E. Petry, Chairman and Chief Executive Officer of Eagle-Picher Industries, Inc., the corporation named as petitioner in the foregoing petition, declare under penalty of perjury that the statements contained in the foregoing petition are true and correct to the best of my knowledge, information and belief, and that the filing of this petition on behalf of Eagle-Picher Industries, Inc. has been authorized.

Executed on January 7, 1991.

  
Thomas E. Petry

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION

In re	)	
	)	Case No. 1-91-_____
EAGLE-PICHER INDUSTRIES, INC.,	)	Chapter 11 - Judge _____
an Ohio corporation,	)	
	)	Tax I.D. No. 31-0268670
Debtor.	)	

EXHIBIT "A" TO VOLUNTARY PETITION

1. Petitioner's employer tax identification number is 31-0268670.

2. If any of petitioner's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is 1-1499.

3. The following financial data (unaudited) is the latest available information and refers to petitioner's financial condition as of November 30, 1990:

- a. Total assets: \$416,130,041.42
- b. Total liabilities: \$583,112,475.49<sup>1</sup>

	<u>Approximate Amount</u>	<u>Approximate Number of Holders</u>
Secured debt, excluding that listed below ....	\$61,710,613.23	35

- 
1. Includes \$375,341,132.86 in contingent liabilities for asbestos claims.

Debt securities  
held by more  
than 100 holders

Secured	\$ 0.00	0
Unsecured	\$ 0.00	0

Other liabilities excluding contin- gent or unliquid- ated claims .....	\$189,249,265.26 <sup>2</sup>	13,149
--	-------------------------------	--------

Number of outstanding shares of common stock....	10,978,432	6,305
---	------------	-------

4. Petitioner, through its divisions and operating subsidiaries, manufactures a wide variety of products for other manufacturers at over fifty locations. Petitioner's manufacturing operations include, among others, chemical processing, mining, metal fabrication, aluminum foundries, precision machining, electronic and electrical assembly, molded and extruded rubber and plastic.

5. There are no persons who directly or indirectly own, control, or hold, with power to vote, 20% or more of the voting securities of petitioner.

6. The names of all corporations 20% or more of the outstanding voting securities of which are directly or indirectly

---

2. Includes \$43,238,535.86 for fixed asbestos claim commitments.

owned, controlled, or held, with power to vote, by petitioner are as follows:

Daisy Parts, Inc.  
Eagle-Picher Development Company, Inc.  
Eagle-Picher Espana, S.A.  
Eagle-Picher Europe, Inc.  
Eagle-Picher Far East, Inc.  
Eagle-Picher Industries of Canada, LTD.  
Eagle-Picher Industries, GmbH  
Eagle-Picher Minerals, Inc.  
Eagle-Picher, Inc.  
Equipos de Acuna, S.A. de C.V.  
Hillsdale Tool and Manufacturing Company  
Transicoil Inc.  
Transicoil (Malaysia) SDN. BHD.  
Michigan Automotive Research Corporation (MARCO)  
EDI, Inc.  
GVC Elastomers, Limited  
Eagle-Picher Industries Materials GmbH  
Eagle-Picher Minerals International S.A.R.L.  
Tri-Sigma Corporation  
Diehl & Eagle-Picher GmbH  
American Imaging Services, Inc.

CERTIFICATE OF RESOLUTION OF  
BOARD OF DIRECTORS OF  
EAGLE-PICHER INDUSTRIES, INC.

I, Corinne M. Faris, the Secretary of Eagle-Picher Industries, Inc. ("Company"), an Ohio corporation, do hereby certify that, at a meeting of the Board of Directors of the Company duly called and held on January 6, 1991, the following resolutions were adopted, and that such resolutions have not been modified or rescinded and remain in full force and effect:

RESOLVED, that in the judgment of the Board of Directors it is desirable and in the best interest of the Company, its creditors, stockholders, employees and other interested parties, that a petition be filed by the Company seeking relief under the provisions of chapter 11, Title 11, United States Code ("Bankruptcy Code"); and it is further


RESOLVED, that Thomas E. Petry, Chairman and Chief Executive Officer of the Company, be, and he hereby is, authorized and directed, on behalf of and in the name of the Company, to execute and verify a petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed with the United States Bankruptcy Court for the Southern District of Ohio at such time as such officer executing said petition on behalf of the Company shall determine; and it is further

RESOLVED, that the officers of the Company, and such employees as they shall designate from time to time, be, and each of them hereby is, authorized to execute and file all petitions, schedules, lists, statements, applications, pleadings and other papers, to take any and all action which they may deem necessary or proper in connection with the chapter 11 case, and to retain and employ all assistance by attorneys, investment bankers, accountants and other professionals which they may deem necessary or proper

with a view to the successful prosecution of the chapter 11 case; and it is further

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized and directed to execute the consent of the Company, as sole stockholder, to the filing of a petition seeking relief under the provisions of the Bankruptcy Code by any and all of the Company's subsidiaries or affiliates upon adoption by the Board of Directors of each such subsidiary or affiliate of resolutions approving and authorizing such a chapter 11 filing.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company on January 7, 1991.

  
Corinne M. Faris  
Secretary